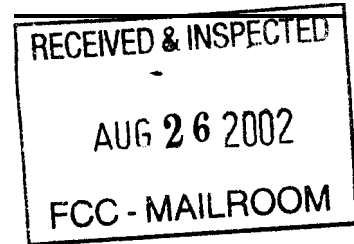


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August 21, 2002

27001.81431

VIAMESSSENGER

Wireless Telecommunications Bureau
Federal Communications Commission
1270 Fairfield Road
Gettysburg, PA 173257245

Re: FCC Ownership Disclosure Information
Devon Burlington D LLC

Dear Sir or Madame:

On behalf of Devon Burlington D LLC ("Devon Burlington"), we are transmitting herewith, in duplicate, FCC Ownership Disclosure Information for the Wireless Telecommunications Services (FCC Form 602) for Devon Burlington in compliance with Section 1.2112(a) of the Commission's Rules and in conjunction with the filing of an application for FCC consent to the involuntary pro forma transfer of control of Devon Burlington. As we have been advised by FCC staff that the Form 602 is not yet currently available for filing via the ULS, we are submitting this form manually.

Enclosed is a copy of this form for the Commission's files, together with an additional copy marked "File Copy." Please stamp the enclosed copy of this letter marked "File Copy" to indicate receipt of this filing by the Commission and return the stamped copy to our messenger.

Should there be any questions in connection with this filing, kindly refer them to the undersigned.

Very truly yours,

Christine M. Crowe
for PAUL, HASTINGS, JANOFSKY & WALKER LLP

REC'D & INSPECTED

AUG 21 2002

FCC-GBG MAILROOM

CMC/
WDC/223180.1

9/3/02

FCC602
Main Form

FCC Ownership Disclosure Information for the
Wireless Telecommunications Services

Approved by OMB
3060-0799
See instructions for
Public burden estimate

Applicant / Licensee Information

1) First Name (if individual):	MI:	Last Name:	suffix:
2) Applicant Name (if entity): Devon Burlington D LLC		3) FCC Registration Number (FRN): 0007-4838-94	

Related FCC Regulated Businesses of Applicant / Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/ Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) FCC Registration Number (FRN):	4d) Percent of Interest Held:
None			

Signature

5) Typed or Printed Name of Patty Authorized to Sign

First Name: Lisa-Gaye	MI:	Last Name: Shearing Mead	Suffix:
Title: President of Managing Partner of Sole Member			

Signature: <i>Lisa-Gaye Shearing Mead</i>	REC'D&INSPECTED AUG 21 2002	Date: 8/20/02
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Failure to Sign This Application May Result in Dismissal Of The Application And Forfeiture Of Any Fees Paid

FCC-CBG MAILROOM

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1) AND/ OR FORFEITURE (U.S. Code, Title 47, Section 503).

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): Devon Mobile Communications, L.P., as Debtor-in-Possession		3) FCC Registration Number(FRN): 0003-1748-85	
4) Disclosable Interest Holder's Address: 275 Oak Street. Buffalo, NY 14203			
5) Type of Interest in Applicant (<input checked="" type="radio"/>) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (<input checked="" type="radio"/>) (refer to instructions for list of codes).	7) Percent of Interest Held in Applicant: 100	
8) Disclosable Interest Holder's Type of Ownership (<input checked="" type="radio"/>) (refer to instructions for list): (<input checked="" type="radio"/>) Voting (<input type="radio"/>) Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: U. S. A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Devon Bangor D LLC	CMRS	0007-4837-38	100
Devon Lewiston D LLC	CMRS	0007-4837-95	100
Devon Rutland D LLC	CMRS	0007-4838-37	100
Devon Charlottesville D LLC	CMRS	0007-4838-52	100
Devon Burlington D LLC	CMRS	0007-4838-94	100
Devon Roanoke E LLC	CMRS	0007-4839-10	100

Schedule for Disclosable interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name	Suffix:
2) Disclosable Interest Holder's Name (if entity): Devon G. P., Inc.		3) FCC Registration Number(FRN) 0007-4405-48	
4) Disclosable Interest Holder's Address: 3198 Riverside Drive, Wellsville, NY 14895			
5) Type of Interest in Applicant (<input checked="" type="checkbox"/>) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (<input checked="" type="checkbox"/>) (refer to Instructions for list of codes):	7) Percent of Interest Held in Applicant: 50.1	
8) Disclosable Interest Holder's Type of Ownership (<input checked="" type="checkbox"/>) (refer to instructions for list): (<input checked="" type="checkbox"/>) Voting () Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: U. S. A.	
10) Relationship Description (if the disclosable Interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Devon G. P., Inc. is the General Partner of, and holds a 50.1% equity interest in, Devon Mobile Communications, L.P. (Debtor-in-Possession), the sole member of the Applicant			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Devon Mobile Communications, L.P., Debtor-in-Possession	CMRS	0003-1748-85	50.1

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (If individual):	MI.	Last Name.	Suffix:
2) Disclosable Interest Holder's Name (if entity): Adelphia Communications Corporation, as Debtor-in-Possession		3) FCC Registration Number(FRN): 0004-4405-66	
4) Disclosable Interest Holder's Address: One North Main Street, Coudersport, PA 16915			
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (C) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 49.9	
8) Disclosable Interest Holder's Type of Ownership (L) (refer to instructions for list): () Voting (X) Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Adelphia Communications Corporation (Debtor-in-Possession), is the Limited Partner of, and holds a 49.9% equity interest in, Devon Mobile Communications, L.P. (Debtor-in-Possession), the sole member of the Applicant.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary).	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Devon Mobile Communications, L. P. (Debtor-in-Possession)	CMRS	0003-1748-85	49.9
See also Exhibit 1 to Form 602 filed July 20, 2001 with respect to Devon Mobile Communications, L. P.			

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (If individual): Lisa-Gaye	MI. 	Last Name. Shearing Mead	Suffix:
2) Disclosable Interest Holder's Name (If entity): 		3) FCC Registration Number(FRN): 0007-4405-71	
4) Disclosable Interest Holder's Address: 3198 Riverside Drive, Wellsville, NY 14895			
5) Type of Interest in Applicant (<input checked="" type="checkbox"/>) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (<input checked="" type="checkbox"/>) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 50.1	
8) Disclosable Interest Holder's Type of Ownership (<input checked="" type="checkbox"/>) (refer to instructions for list): (<input checked="" type="checkbox"/>) Voting () Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: U. S. A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Lisa-Gaye Shearing Mead owns 100% of Devon, G.P., Inc., which holds a 50.1% General Partnership and Managing Partner interest in Devon Mobile Communications, L.P. (Debtor-in-Possession), the sole member of the Applicant.			

Related FCC Regulated Businesses of Disclosable interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary)-	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:

Schedule for Disclosable Interest Holders

Disclosable interest **Holder Information (complete as many as required to describe all disclosable interest holders)**

1) Disclosable Interest Holder's First Name (if individual): John	MI: J.	Last Name: Rigas	Suffix:
2) Disclosable Interest Holder's Name (if entity):		3) FCC Registration Number(FRN): 0007-4721-52	
4) Disclosable Interest Holder's Address: One North Main Street, Coudersport, PA 16915			
5) Type of Interest in Applicant (<input type="checkbox"/>) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (<input type="checkbox"/>) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 11.976	
8) Disclosable Interest Holder's Type of Ownership (<input type="checkbox"/>) (refer to instructions for list): () Voting (<input checked="" type="checkbox"/>) Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: U. S. A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): John J. Rigas holds, on his behalf and not on behalf of others, a 24% interest in Adelphia Communications Corporation (Debtor-in-Possession), which holds a 49.9% Limited Partner interest in Devon Mobile Communications, L.P. (Debtor-in-Possession), the sole member of the Applicant.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
Adelphia Cable Corporation One North Main Street Coudersport,	Communications	None (entity does not have TIN)	11.22